



ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING
ASSISTANT TREASURER & ASSISTANT SECRETARY

TTX COMPANY
101 NORTH WACKER DRIVE
CHICAGO, ILLINOIS 60606
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October 20, 1992

VIA FEDERAL EXPRESS

Mr. Sidney Strickland, Jr.
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Room 2303
Washington, DC 20423

RECORDED BY 8528-2
FILED MCA

OCT 22 1992 - 2:22 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Submitted herewith for filing and recording under 49 U.S.C.
Section 11303(a) and the regulations promulgated thereunder are
four (4) fully executed documents as follows:

Certificates of Satisfaction and Discharge, a
secondary document, relating to the Equipment
Trust Agreement dated as of September 15, 1976.

Parties to this transaction are as follows:

TTX Company, (formerly Trailer Train Company) (Company)
101 North Wacker Drive
Chicago, IL 60606

Chemical Bank, Successor by Merger to
Manufacturers Hanover Trust Company (Trustee)
450 West 33rd Street
New York, NY 10001

The general description of the equipment is as contained in the
Equipment Trust Agreement dated September 15, 1976, as amended.

Enclosed is our check in the amount of \$16.00 to cover filing
fees.

Prior recordations pertaining to this Certificate of Satisfaction
and Discharge being recorded are as follows:

- (1) Equipment Trust Agreement dated September 15, 1976, recorded
on October 21, 1976, at 2:55 p.m., recordation number 8528.

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- (2) Amendment Agreement dated November 1, 1976, recorded on November 24, 1976, at 12:05 p.m., recordation number 8528-A.
- (3) Supplemental Agreement XXXII, dated December 1, 1979, recorded December 6, 1979, at 2:10 p.m., recordation number 8528-A.
- (4) Supplement Agreement XXXV dated March 15, 1985, recorded June 25, 1985, at 10:25 a.m., recordation number 8528-C.

A short summary of this Certificate of Satisfaction and Discharge to appear in the Index is as follows:

"Secondary document titled "Certificate of Satisfaction and Discharge" fully discharging previous liens associated with the Equipment Trust Agreement dated as of September 15, 1976, including all Supplements and Amendments thereto"

Once the filing has been made, please retain one copy and return the remaining stamped counterparts and transmittal letter copy to me via certified mail.

Sincerely yours,



AJB:mak
Enclosures
strickla.99

CERTIFICATE OF SATISFACTION AND DISCHARGE
UNDER EQUIPMENT TRUST AGREEMENT

8528
OCT 22 1992 - 2:33 PM
INTERSTATE COMMERCE COMMISSION

WHEREAS, Chemical Bank, successor by merger to Manufacturers Hanover Trust Company, a New York Corporation (the "Trustee") and TTX Company (formerly Trailer Train Company), a Delaware Corporation (the "Company") entered into an Equipment Trust Agreement dated as of September 15, 1976 (the "Agreement") for the financing of certain railroad flatcars (the "Equipment") and;

WHEREAS, the Equipment resulting under the Agreement was comprised of the units identified by number in Schedule A attached hereto, and;

WHEREAS, the Company has satisfied all of its obligations under the Agreement including without limitation the payment in full of the indebtedness secured by the Equipment under the Agreement, and;

WHEREAS, the Company has requested that the Trustee execute and deliver a Certificate of Satisfaction and Discharge under the Agreement.

NOW, THEREFORE, Chemical Bank does hereby certify that the Company has satisfied all of its obligations under the Agreement including without limitation the payment in full of the indebtedness secured by the Equipment under the Agreement and that, accordingly, the lien of Chemical Bank, acquired under the Agreement, has been completely discharged.

CHEMICAL BANK

By: 

~~Assistant~~ Vice President

Attest: 

Assistant Secretary

certsati.dis

Schedule A
Equipment List
Equipment Trust Series 37
Dated As Of September 15, 1976

Car Numbers
(Inclusive)

<u>Low Number</u>	<u>High Number</u>	<u>Number of Cars</u>
700000	700199	200